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having said anything at all. I try to be especially nice to Ashford because everybody else harasses hell out of him. He's not exactly the best umpire, but he is far from being terrible. He doesn't miss that many calls, and when he does he misses them on both sides, like any good umpire. But other umpires talk behind his back. Sometimes they'll let him the author the fold himself and the other than the are helding

Wayne Comer got into an argument with an umpire, and they were jawing back and forth. The last thing said was, "All right, Comer. You'll

Unless it was Jim Bouton.

be sorry you said that."

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> sore) reconcered was one empire as units once, and position in just a few steps away from our bullpen and he stopped by, as umpires will, to pass the time between innings.

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in Seattle last year, Tom Egan. Tommy Davis said he could follow the flight of the ball pretty good, until he lost it in a cloud. A very bad day for the knuckleball. It just didn't knuckle. The overhand curve was working pretty good and some of the fastballs hopped pretty good. Who knows, maybe my old motion is coming back. The sirens are still	
Page 195	
but if you take a candy bar out to the bullpen you get all kinds of static.  The bed in this hotel in Baltimore makes me think these bad thoughts. I think I'll go wash out my brain with soap.	i

Page 285

produces and strong assuming assessments, a moreous is majorney that some offer me a job like that?"

"All you'll get is a scouting job in Watts someplace," Tommy Harper said.

So I started doing a general-manager bit, giving scout Tommy Davis his instructions. "Now, Tom, you have to make sure to sign the

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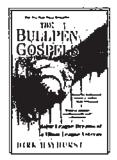
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the same thing. They're asking you to obey good pitching principles; keep the ball down (most hitters are high-ball hitters), don't make the pitch too good (don't pitch it over the heart of the plate), move the ball around inside the strike zone and change speeds (keeps the hitter off balance), and get ahead of the hitter (when you have two strikes on a	
Page 86	
He turned pale and moped over to Joe, slowly, as if attached to a large rubber band. But all Joe wanted was to tell us to run some extra laps since we were in the bullpen and weren't able to run when everybody else did.	
I never saw anybody run lans looking so happy as Dick Baney.	

Page 196

And then Carl Yastrzemski's name came up because he'd just ignored the strike and Gary Bell said, "Didn't surprise me. Carl Yastrzemski is for himself first and second and the hell with everybody else."

Gee, Gary, Carl Yastrzemski?

Yes. Besides, during the strike Yastrzemski called several super-

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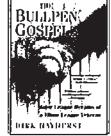
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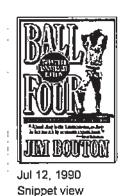
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By now, though, we're standing in clumps of five or ten and take turns catching whatever fly balls happen to come our way.

It was Dick Stuart-story day today, and this one was about the time Johnny Pesky was managing the Red Sox and Stuart was playing for him and showing up late for a lot of things. For some reason this

Page 289

the time. When things are going good Yastrzemski will go all out. When things aren't going so well he'll give a half-ass effort. But he's got so much ability that the only thing you can do is put up with him.

I asked a few of the Red Sox if they thought he deserved the fine and I thought they would defend him. But they said, "He deserved it

Page 388

scared. After a while, though, all they could do was giggle.

Dick Williams has been fired as manager of the Red Sox. I think that when a team wins a pennant the tendency is to give too much credit to the manager and when a team loses the tendency is to blame him too

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checking the stock tables and because between 1932, when he began to play for the Yankees, and 1968, when he left as a coach, he had pulled down some 23 World Series shares in addition to his considerable salary. And no one has noticed him spending very much of it. In addition, starting at age fifty, he elected—possibly through foolishness, more likely

Page 90

the recombined papers. Ogic was a rankee rate and no reacted to prayers purely on how much they were helping the Yankees to win. Charm, personality, intelligence—nothing counted. Only winning. Ogle didn't have even the pretense of objectivity. He was the only writer in the pressbox who would take the seventh-inning stretch in the Yankee half.

Once at a winter press conference, when the Yankees were an-

Page 154

statuany has mem beneving they fe winners. I wonder how he is with the pitchers.

The big confrontation is coming closer. The Yankees will be in town in a couple of days and I've been invited to appear at the sportswriters and anortheasters dinner on Monday afternoon. The idea is us

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Page 29	Mickey Mantle announced his retirement the other day and I got to thinking about the mixed feelings I've always had about him. On the one hand I really liked his sense of humor and his boyishness, the way he'd spend all that time in the clubhouse making up	Find in a library Al <sup>i</sup> sellers »	
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<b>3</b>	in left field. When the game was over I walked back into the clubhouse and there was a path of white towels from the door to my locker, and all the guys were standing there, and just as I opened the door Mickey was putting the last towel down in place. I'll never forget him for that.  And I won't forget the time—1962, I guess it was—in Kansas	· !	

arrived, diey were ready to go out with the org boys. Manue tont drein to get dressed up, the and all—this was in Detroit—and meet them in a place called The Flame. Mickey gave them the address and said to be sure to ask for Mickey Mantle's table.

Pepitone and Linz were like a couple of kids at Christmas. They couldn't stop talking about what a great time they were going to have

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Author Jim Bouton
Editor Leonard Shecter
Publisher World Pub. Co., 1970

Length 400 pages

Subjects Sports & Recreation > Baseball > General

Baseball Baseball players

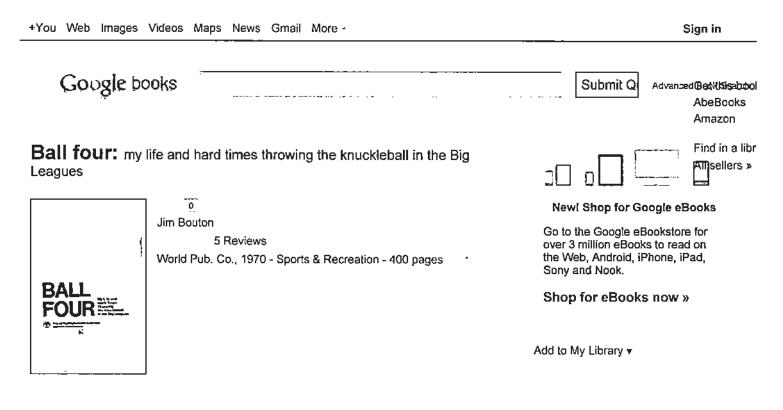
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One of the problems is that the hitters hate to hit against my knuckleball in battlns practice. They don't like nitchers to work on

Page 43

a good outing, however. I struck out the first hitter I faced on four pitches, all knuckleballs. (Don't ask me who he was; hitters are just meat to me. When you throw a knuckleball you don't have to worry about strengths and weaknesses. I'm not sure they mean anything, anyway.) I noticed again that I throw a better knuckleball in a game than

sota and it was so damn cold—and the American League ball is definitely bigger than the Pacific Coast League ball—that I couldn't get the damn thing to break at all. Every single knuckleball I threw was rolling over, or spinning sideways, and I started to panic. I could feel the sweat break out on me, and I was cold and sweaty at the same time. Here was

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early games, but it looks like I'm not going to be ready here. It's quite different from my last spring with the Yankees in 1967. I was really impressive, right from the beginning. I led the club in innings pitched with thirty, and I gave up the fewest hits, fifteen, and no homers and only two or three extra-base hits. My ERA was .092, which means less

Page 145

who hit one of the homers off me.

Meanwhile, in the dugout, I found out from Darrell Brandon that Sal had thrown a fit when the home run was hit. He had a toothpick in his mouth at the time and he threw it hard on the ground (so hard a tree may yet grow on the spot) and said, "Jesus, he's got to start

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Page 240

Fred Talbot says that after listening to Sal in these meetings he's decided what kind of pitcher he must have been. "A mother," Talbot said. "A real mother."

Mother Maglie also said in the meeting that one way to handle Jackson was not to throw him any strikes. So Jackson hit three homers

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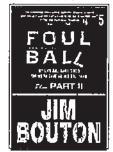
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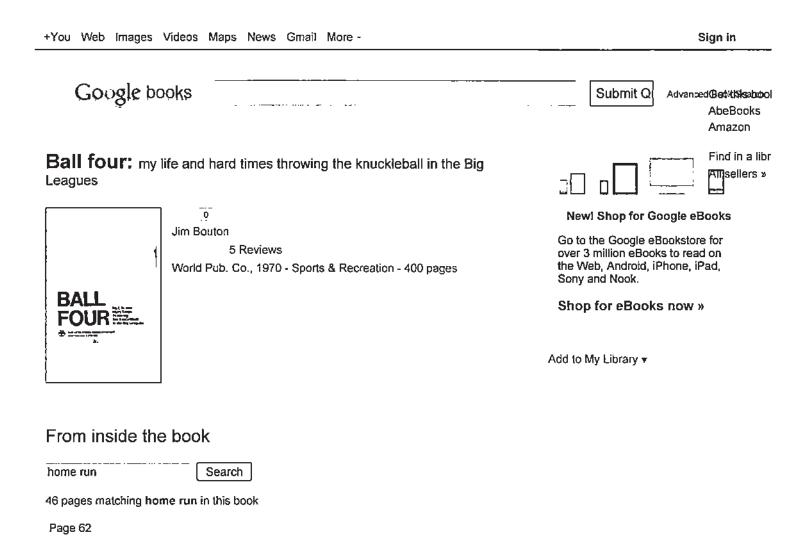
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Rich Rollins has a good story he was in the same vein. It goes back to when we were playing against each other in the Class-B Carolina League. Rich had hit two home runs in the first game of a doubleheader and the club had some deal that anybody who hit three home runs in one day would get \$300. So the other players on Rollins' team told him to no to our catcher. North Kampshor, and get him to tell

up into the infield and The Colonel would look down the bench and say, "The boy's fastball is moving. The boy's fastball is rising." Two innings later, same situation, the very same pitch, home run into the left-field seats. The Colonel looks up and down the bench and says very wisely, "Got the ball up. You see what happens when you get the ball up?"

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so many games this year," she said. "I get nervous every day."

"Why should you get nervous? I don't. Except once in a while."

"I don't know, but I do. And every time they hit a home run off you, I just get sick to my stomach. I worry about how you feel, too, because I want you to be happy."

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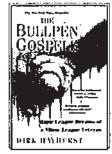
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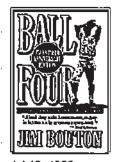


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picnic.  I think coach Eddie O'Brien is going to prove a gold-plated pain in the ass. He must think he's Frank Crosetti or something, because when I reached into his ballbag he said, "What are you going to do with it?"	Al sellers »
Page 105	<del></del>
O'Brien is one of the fairly famous basketball O'Brien twins who played with Seattle from '49 to '53. Actually his job is athletic director at Seattle U. but he had four years in the big leagues with the Pirates—as infielder and pitcher—and now he's here as a friend of management (or because his brother is in city government) to get his fifth year in	

There must have been steam coming out of my cars by now, because Eddie O'Brien said, "Go take a shower."

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guaranteed, asking me why I'm not wearing my earflap."

Between innings of the game 1 got up in the bullpen and worked with the iron ball Mike Marshall keeps out there. Talbot was certain I was only doing it so I would get on television, and maybe I was, partly. After the third time up Talbot said, "Jesus Christ, Bouton, why don't

will go away, but how am I going to pitch Sunday? I'm not ready. I haven't thrown to spots yet. I haven't thrown any curve balls at all. My fingers aren't strong enough to throw the knuckleball right. I've gone back to taking two baseballs and squeezing them in my hand to try to strengthen my fingers and increase the grip. I used to do that

3-1 in the seventh and I got caused in with two that and runners ou mist and second. Pete Rose up. Real clutch situation. I throw two knuckleballs for balls. Edwards calls for a fastball and I shake him off. Rose is just going to rip my fastball. I know it. So I throw a knuckleball for a strike, another knuckleball for a foul ball, a third for strike three and strut off the mound.

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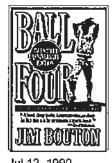


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And then Carl Yastrzemski's name of nored the strike and Gary Bell said, "Didn' ski is for himself first and second and the h Gee, Gary, Carl Yastrzemski? Yes. Besides, during the strike Yast	't surprise me. Carl Yastrzem- nell with everybody else."	
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Page 201		
Ft		
Talking about Joe Schultz reminded happened the other night. Although we h Orioles, when Schultz came back into the Mike thought that was kind of strange u	ad just blown a game to the e clubhouse he was smiling.	

Page 205

"All right. I'll talk to Eddie about it," Joe Schultz said.

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word is that it was Eddie Watt and Pete Richert—and deposited three

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him between shags. I told him about my conversation with Schultz and his thought that I couldn't be a starter because I had only one pitch. I told him that Niekro said after his last game that he'd thrown 95 knucklers out of 104 pitches.

"Well, you can do that if it's breaking," Sal said

Page 186

Mantle pointed it out to all the Little League, high-school and college players who were watching, but somehow I doubt it. So I'll do it here. It started in the first inning when Joe Sparma walked Tommy Harper, leading off, on four-straight pitches. Hegan was the next batter. Ball one. On ball two, way over Hegan's head, Harper tries to steal second and

Page 339

good knuckleball with the first pitch. Find that tricky abstract thought, the one that makes you feel so competent and smooth. I tried to recall the last few warm-up pitches I threw and I remember thinking, "Why are they playing the National Anthem so slowly?"

I walked the first hitter on four pitches. The first two pitches to the

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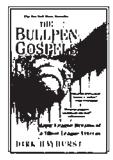
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www.baseballlibrary.com/ baseballlibrary/ sabr/ tbi/ P/ Pagliaroni\_Jim.tbi.stm

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Title Ball four; my life and hard times throwing the

knuckleball in the Big Leagues

Author Jim Bouton

Editor Leonard Shecter

Publisher World Pub. Co., 1970

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Subjects Sports & Recreation > Baseball > General

Baseball players

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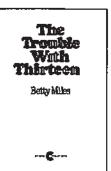
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annie

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Annie. Denny and Clay's marriage wasn't a wastel They had a lot of good years and a lot of love. And they

Page 106

The book was upside down. I can't ever wrap a book so the title comes out on top.

Rachel turned it over. Then she gasped. "Oh, Annie! Oh, wow, that's so neat! Thanks!" She opened

Page 110

Annie and her best triend Rachel wish they could stay twelve forever. Everything is perfect ... until unexpected changes begin pulling Annie and Rachel apart just when they need each other the most. But through it all Annie and Rachel learn a lot about independence

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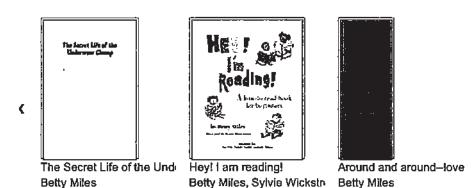
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ehouted sleeping smiled sorry sort stared started steps stopped stuff stupid suddenly sure talk tell.

Thanks things thought trying turned walked wearing Weiss What's wheezing wish wondered worry.

Yeah yelled York City

## Bibliographic information

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Avon Cemelot Book

Author

Betty Miles

Publisher Avon, 1980

ISBN 0380511363, 9780380511365

Length

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Subjects

Juvenile Fiction > Social Issues > Friendship

Death

Family & Relationships / Death, Grief,

Bereavement Fiction Friendship

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Our best article idea so far was "You Can Teach an Old Dog New Tricks." I thought it up. Nora was perfect for the article because she's ten years old and

Page 5

taps, panting.

I scratched her behind the ear. "You're a dumb old dog, that's what you are."

Nora wriggled appreciatively. In the sun, her fur

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DOING I STUIT COMES HOL.

I tried to squash the feeling down. I started to look for Nora in her favorite sleeping places: the chair she wasn't supposed to lie in, the hall rug, the foot of my

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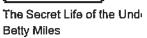
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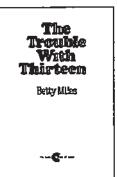
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Kate's mother.

"Mom! It's a sleep-over party. We'll wear pajamas the whole time!"

"Vou should have some new polemes too" Mam

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better. I knew Kate would like it.

Bamberger's pajama department is called Night Life. They had racks and racks of nylon pajamas with bikini pants and smock tops. I would never wear



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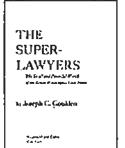
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absorbed Dorr, Hand, Whittaker & Watson, a Wall Street office that did a thriving railroad business. In 1964 it added Becker & Greenwald, Washington admiralty law specialists. In 1966 came Caldwell, Trimble, & Mitchell, also of Wall Street, which did a thriving—and extraordinarily technical—business of advising

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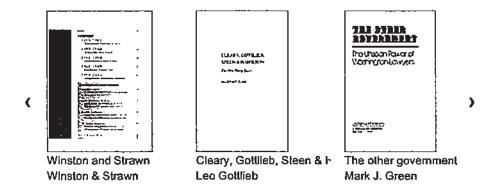
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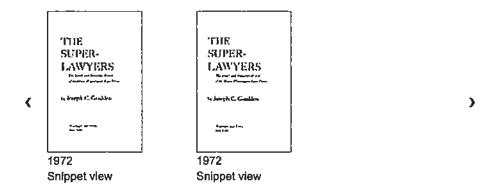
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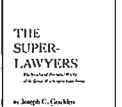
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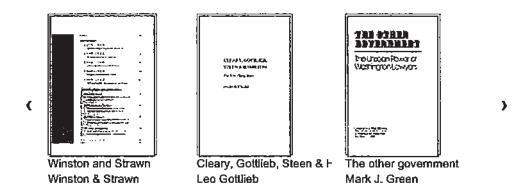
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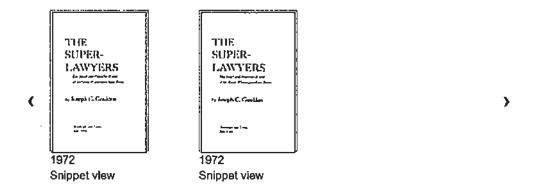
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The Superlawyers

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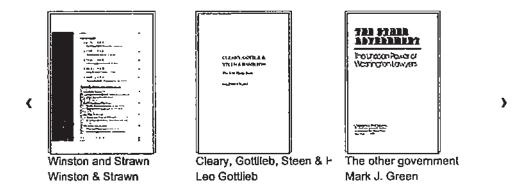
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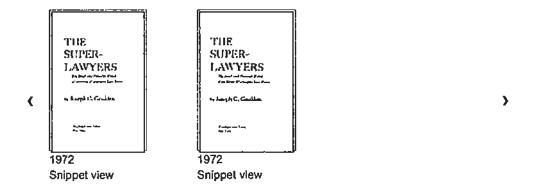
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1992 CP Snip	20100917 UCSC	9007199 ISBN:0380 Linda T. Sanford		Strong at the Broken Places	UCAL, 2, 20101124
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# The Authors Guild

# The Authors Guild

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# For Members Join

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# **History**

The Authors Guild is the nation's oldest and largest professional society of published authors, representing more than 8,000 writers. The Authors Guild and its parent organization, the Authors League of America, have achieved much for individual authors through the collective power and voice of their members-- from improvement of contracts and royalty statements, to protection of authors' rights under the First Amendment, to the redress of damaging tax inequities.

The Guild's legal staff reviews its members' publishing and agency contracts, intervenes in publishing disputes, and holds seminars and symposia on issues of importance to writers. The Guild also lobbies on the national and local levels on behalf of all authors on issues such as copyright, taxation, and freedom of expression. Reports to members bring them up to date on professional issues of immediate importance, and give them the information necessary to negotiate from a position of strength.

# Resources

**Authors Guild v. Google Settlement Resources Page** 

Documents and links pertaining to the settlement.

FOLLOW US ON twitter

# Sitebuilder

The Guild's popular website-building software for authors.

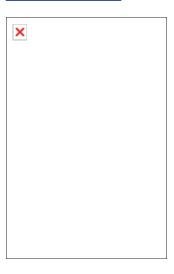
# **Member Website Directory**

# **Copyright**

# Writer's Legal Guide

Order the Guild's desk reference.

# **Backinprint.com**



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Company Overview

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# What is Google's mission? How did Google begin?

Google's mission is to organize the world's information and make it universally accessible and useful. The first step toward fulfilling that mission came when our founders, Larry Page and Sergey Brin, working out of a Stanford University dorm room, developed a new approach to online search that quickly spread to information seekers around the globe. Google is now widely recognized as the world's largest search engine.

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### What does Google do?

Google is a global technology leader focused on improving the ways people connect

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http://investor.google.com/corporate/faq.html

with information.

Google primarily generates revenue by delivering relevant, cost-effective online advertising. Businesses use our AdWords program to promote their products and services with targeted advertising. In addition, third-parties that comprise our Google network use our Google AdSense program to deliver relevant ads that generate revenue and enhance the user experience.

For more information, please see our Company Overview.

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## Why are we so focused on our users?

We believe that the most effective, and ultimately the most profitable, way to accomplish our mission is to put the needs of our users first. We've found that a high-quality user experience leads to strong word-of-mouth promotion. Our dedication to our users is reflected in these three key company-wide commitments:

- We will do our best to provide the most relevant and useful search results. possible, independent of financial incentives. Our search results will be objective and we will not accept payment for their inclusion or ranking.
- · We will do our best to provide the most relevant and useful advertising. Ads should not be an annoying interruption. If any element on a search result page is influenced by payment to us, we will make this fact clear to our users.
- We will never stop working to improve our user experience, our search technology, and other areas of information organization.

We believe that our user focus is the foundation of our success to date. We also believe that this focus is critical for the creation of long-term value. We do not intend to compromise our user focus for short-term economic gain.

We recommend that you read Letters from Our Founders for more about Google's philosophy.

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## How does Google make money? What is driving Google's growth?

Today, the majority of our revenue comes from advertising.

Advertisers are increasingly turning to the Internet to market their products and services. Google AdWords, our auction-based advertising program, enables advertisers to deliver relevant ads targeted to search queries or web content to potential customers across Google sites and through the Google Network, which consists of content owners and websites. Our proprietary technology automatically matches add to the content of the page on which they appear, and advertisers pay us either when a user clicks on one of its ads or based on the number of times their ads appear on the Google Network.

We distribute our advertisers' AdWords ads for display on the Google Network through our AdSense program. We share most of the revenue generated from ads shown on a site of a Google Network member with that member.

You can learn more about AdWords and AdSense here.

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# Who are our customers?

Our customers are over one million of advertisers, from small businesses targeting local customers to many of the world's largest global enterprises, who use Google

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### Who are our partners?

Partnerships have been very important to Google's success throughout our history, and we take our partnerships very seriously.

Our AdSense network consists of partners ranging from website publishers to the most popular search destinations, to whom we provide advertisements and with whom we share a majority of the revenue we receive from those ads.

We also have relationships with partners who distribute our products and services to users all over the world. Other partners provide valuable content that allows us to bring even more content and information to our users.

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# What are our products?

Here's a comprehensive list of all our products and services.

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## Who are Google's competitors?

We provide this information in our Annual Report. Visit our <u>SEC Filings Archive</u> page to refer to our most recent annual report.

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## Where is Google located?

Our headquarters is located in Mountain View, California, but we have offices all over the world, including offices in Australia, Brazil, Canada, China, France, Germany, India, Ireland, Israel, Japan, Kenya, and the United Kingdom.

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### How many employees does Google have?

Our employee headcount can be found on our Financial Tables page.

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## When was Google's initial public offering and at what price?

Our IPO was on August 18, 2004 at a price of \$85 per share.

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# On what exchange does Google trade and what is its ticker symbol?

Shares of our Class A common stock are listed on the Nasdaq Stock Market LLC (Nasdaq Global Select Market) under the symbol <u>GOOG</u>. Our Class B common stock is not publicly traded.

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# How many shares of Google are outstanding?

Our shares outstanding can be found on Google Finance.

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# How can I invest in Google? Can I purchase Google stock directly from the company?

You can purchase Class A common stock of our company through a registered brokerage or stock purchase service provider of your choice. You cannot buy stock directly from Google.

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# What is a transfer agent, who is yours, and how do I contact them?

A transfer agent is a regulated organization that keeps track of stockholder records and information. To find out more, please contact our transfer agent:

Computershare Trust Company, N.A. P.O. Box 43078 Providence, RI 02940 +1-866-298-8535 +1-781-575-2879 www.computershare.com

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# Does Google pay a cash dividend?

No, we have never declared or paid a cash dividend nor do we expect to pay any dividends in the foreseeable future.

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# When does Google report earnings? How can I listen to the webcast for the earnings report?

Visit our Webcasts & Events page.

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#### I missed the earnings webcast. Can I listen to the archived session?

Yes! You're welcome to listen to any of our archived webcasts.

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### When does Google's fiscal year end?

Our fiscal year ends on December 31. Our quarters end on March 31, June 30, September 30, and December 31.

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# When and where is the Google Annual Stockholders Meeting?

We generally hold our Annual Meeting of Stockholders in the month of May or June. Additional information can be found in our proxy statement for the relevant year.

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# How can I attend the Annual Stockholders Meeting?

You can attend our Annual Stockholders Meeting ONLY if you are a Google stockholder. Additional information regarding attendance requirements is detailed in each year's annual proxy statement. For more information, visit our Annual

Stockholders Meeting page.

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Where can I find all of Google's SEC filings?

You can access our filings through the SEC website. You can also directly order selected Google filings.

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How can I download and view the quarterly and annual reports online?

You are welcome to download and view both quarterly and annual reports directly from <u>our site</u>.

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Can I request to receive all SEC filings, annual reports, and/or proxy statements electronically rather than through the mail? Can I vote my proxy online?

Yes, we like saving trees. Please sign up here for electronic enrollment and to vote your proxy online,

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Who is Google's Independent Registered Public Accounting Firm?

Ernst & Young LLP

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How do I contact Investor Relations?

If you can't find the information you're looking for on our website, please feel free to contact us here.

Or write to us here:

Google Inc. Attn: Investor Relations 1600 Amphitheatre Parkway Mountain View, CA 94043

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# **News from Google**

# Google Checks Out Library Books

The Libraries of Harvard, Stanford, the University of Michigan, the University of Oxford, and The New York Public Library Join with Google to Digitally Scan Library Books and Make Them Searchable Online

**MOUNTAIN VIEW, Calif. – December 14, 2004 –** As part of its effort to make offline information searchable online, Google Inc. (NASDAQ: GOOG) today announced that it is working with the libraries of Harvard, Stanford, the University of Michigan, and the University of Oxford as well as The New York Public Library to digitally scan books from their collections so that users worldwide can search them in Google.

"Even before we started Google, we dreamed of making the incredible breadth of information that librarians so lovingly organize searchable online," said Larry Page, Google co-founder and president of Products. "Today we're pleased to announce this program to digitize the collections of these amazing libraries so that every Google user can search them instantly.

"Our work with libraries further enhances the existing Google Print program, which enables users to find matches within the full text of books, while publishers and authors monetize that information," Page added. "Google's mission is to organize the world's information, and we're excited to be working with libraries to help make this mission a reality."

Today's announcement is an expansion of the Google Print™ program, which assists publishers in making books and other offline information searchable online. Google is now working with libraries to digitally scan books from their collections, and over time will integrate this content into the Google index, to make it searchable for users worldwide.

"We believe passionately that such universal access to the world's printed treasures is mission-critical for today's great public university," said Mary Sue Coleman, President of the University of Michigan.

For publishers and authors, this expansion of the Google Print program will increase the visibility of in and out of print books, and generate book sales via "Buy this Book" links and advertising. For users, Google's library program will make it possible to search across library collections including out of print books and titles that weren't previously available anywhere but on a library shelf.

Users searching with Google will see links in their search results page when there are books relevant to their query. Clicking on a title delivers a Google Print page where users can browse the full text of public domain works and brief excerpts and/or bibliographic data of copyrighted material. Library content will be displayed in keeping with copyright law. For more information and examples, please visit print.google.com/googleprint/library.html.

# About Google Inc.

Google's innovative search technologies connect millions of people around the world with information every day. Founded in 1998 by Stanford Ph.D. students Larry Page and Sergey Brin, Google today is a top web property in all major global markets. Google's targeted advertising program, which is the largest and fastest growing in the industry, provides businesses of all sizes with measurable results, while enhancing the overall web experience for users. Google is headquartered in Silicon Valley with offices throughout North America, Europe, and Asia. For more information, visit <a href="https://www.google.com">www.google.com</a>.

# **Media Contact:**

Nathan Tyler

Google Inc.

+1 650-623-4311

nate@google.com

# ###

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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-K

(Mark One)

☑ ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2011

OR

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Commission file number: 000-50726

# Google Inc

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization)

77-0493581 (I.R.S. Employer Identification No.)

1600 Amphitheatre Parkway Mountain View, CA 94043 (Address of principal executive offices) (Zip Code) (650) 253-0000

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class
Class A Common Stock, \$0.001 par value

Name of each exchange on which registered
Nasdaq Stock Market LLC
(Nasdaq Global Select Market)

Securities registered pursuant to Section 12(g) of the Act:

Title of each class

Class B Common Stock, \$0.001 par value Options to purchase Class A Common Stock

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes  $\boxtimes$  No  $\square$ 

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes □ No ⊠

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  $\boxtimes$  No  $\square$ 

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Website, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T ( $\S 232.405$  of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  $\boxtimes$  No  $\square$ 

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K (§229.405 of this chapter) is not contained herein, and will not be contained, to the best of the registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

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Large accelerated filer ☑ Accelerated filer □ Non-accelerated filer □ Smaller reporting company	
Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchar	nge
Act). Yes □ No ⊠	
At June 30, 2011, the aggregate market value of shares held by non-affiliates of the registrant (based up closing sale price of such shares on the Nasdaq Global Select Market on June 30, 2011) was \$114,824,568.	
At January 19, 2012, there were 257,960,636 shares of the registrant's Class A common stock outstanding	ng and
67,175,694 shares of the registrant's Class B common stock outstanding.	_

# DOCUMENTS INCORPORATED BY REFERENCE

Portions of the registrant's Proxy Statement for the 2012 Annual Meeting of Stockholders are incorporated herein by reference in Part III of this Annual Report on Form 10-K to the extent stated herein. Such proxy statement will be filed with the Securities and Exchange Commission within 120 days of the registrant's fiscal year ended December 31, 2011.

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# **Table of Contents**

Privacy concerns relating to our technology could damage our reputation and deter current and potential users from using our products and services.

From time to time, concerns have been expressed about whether our products and services compromise the privacy of users and others. Concerns about our practices with regard to the collection, use, disclosure, or security of personal information or other privacy related matters, even if unfounded, could damage our reputation and operating results. While we strive to comply with all applicable data protection laws and regulations, as well as our own posted privacy policies, any failure or perceived failure to comply may result, and has resulted, in proceedings or actions against us by government entities or others, or could cause us to lose users and customers, which could potentially have an adverse effect on our business.

In addition, as nearly all of our products and services are web-based, the amount of data we store for our users on our servers (including personal information) has been increasing. Any systems failure or compromise of our security that results in the release of our users' data could seriously limit the adoption of our products and services, as well as harm our reputation and brand and, therefore, our business. We expect to continue to expend significant resources to protect against security breaches. The risk that these types of events could seriously harm our business is likely to increase as we expand the number of web-based products and services we offer, and operate in more countries.

Regulatory authorities around the world are considering a number of legislative and regulatory proposals concerning data protection. In addition, the interpretation and application of consumer and data protection laws in the U.S., Europe and elsewhere are often uncertain and in flux. It is possible that these laws may be interpreted and applied in a manner that is inconsistent with our data practices. If so, in addition to the possibility of fines, this could result in an order requiring that we change our data practices, which could have an adverse effect on our business and results of operations. Complying with these various laws could cause us to incur substantial costs or require us to change our business practices in a manner adverse to our business.

If our security measures are breached, or if our services are subject to attacks that degrade or deny the ability of users to access our products and services, our products and services may be perceived as not being secure, users and customers may curtail or stop using our products and services, and we may incur significant legal and financial exposure.

Our products and services involve the storage and transmission of users' and customers' proprietary information, and security breaches could expose us to a risk of loss of this information, litigation, and potential liability. Our security measures may be breached due to the actions of outside parties, employee error, malfeasance, or otherwise, and, as a result, an unauthorized party may obtain access to our data or our users' or customers' data. Additionally, outside parties may attempt to fraudulently induce employees, users, or customers to disclose sensitive information in order to gain access to our data or our users' or customers' data. Any such breach or unauthorized access could result in significant legal and financial exposure, damage to our reputation, and a loss of confidence in the security of our products and services that could potentially have an adverse effect on our business. Because the techniques used to obtain unauthorized access, disable or degrade service, or sabotage systems change frequently and often are not recognized until launched against a target, we may be unable to anticipate these techniques or to implement adequate preventative measures. If an actual or perceived breach of our security occurs, the market perception of the effectiveness of our security measures could be harmed and we could lose users and customers.

Web spam and content farms could decrease our search quality, which could damage our reputation and deter our current and potential users from using our products and services.

"Web spam" refers to websites that attempt to violate a search engine's quality guidelines or that otherwise seek to rank higher in search results than a search engine's assessment of their relevance and utility would rank them. Although English-language web spam in our search results has been significantly reduced, and web spam in

### **Table of Contents**

# Google Inc.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## Note 1. Google Inc. and Summary of Significant Accounting Policies

## **Nature of Operations**

We were incorporated in California in September 1998. We were re-incorporated in the State of Delaware in August 2003. We generate revenues primarily by delivering relevant, cost-effective online advertising.

### Basis of Consolidation

The consolidated financial statements include the accounts of Google Inc. and our wholly-owned subsidiaries. All intercompany balances and transactions have been eliminated.

### Use of Estimates

The preparation of consolidated financial statements in conformity with U.S. Generally Accepted Accounting Principles (GAAP) requires us to make estimates and assumptions that affect the amounts reported and disclosed in the financial statements and the accompanying notes. Actual results could differ materially from these estimates. On an ongoing basis, we evaluate our estimates, including those related to the accounts receivable and sales allowances, fair values of financial instruments, intangible assets and goodwill, useful lives of intangible assets and property and equipment, fair values of stock-based awards, income taxes, and contingent liabilities, among others. We base our estimates on historical experience and on various other assumptions that are believed to be reasonable, the results of which form the basis for making judgments about the carrying values of assets and liabilities.

# Revenue Recognition

The following table presents our revenues by revenue source (in millions):

		,
2009	2010	2011
\$15,723	\$19,444	\$26,145
7,166	8,792	10,386
22,889	28,236	36,531
762	1,085	1,374
\$23,651	\$29,321	\$37,905
	\$15,723 	\$15,723 \$19,444

Google AdWords is our auction-based advertising program that enables advertisers to place text-based and display ads on our websites and our Google Network Members' websites. Display advertising comprises the videos, text, images, and other interactive ads that run across the web on computers and mobile devices, including smart phones and handheld computers such as netbooks and tablets. Most of our AdWords customers pay us on a cost-per-click basis, which means that an advertiser pays us only when a user clicks on one of its ads. We also offer AdWords on a cost-per-impression basis that enables advertisers to pay us based on the number of times their ads appear on our websites and our Google Network Members' websites as specified by the advertisers.

Google AdSense refers to the online programs through which we distribute our advertisers' AdWords ads for display on our Google Network Members' websites, as well as programs to deliver ads on television broadcasts.

Year Ended December 31

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**FORM 10-K** 

(Mark One)	
ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SE	ECURITIES EXCHANGE ACT OF 1934
For the fiscal year ended Dec	cember 31, 2010
OR	
☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF TH	E SECURITIES EXCHANGE ACT OF 1934
Commission file number:	
O	l-1 -
Google I	nc.
(Exact name of registrant as spec	
Delaware	77-0493581
(State or other Jurisdiction of	(I.R.S. Employer
Incorporation or organization)	Identification No.)
1600 Amphitheatre F Mountain View, CA	
(Address of principal executive of	
(650) 253-000	
(Registrant's telephone number, li	
	<del></del>
Securities registered pursuant to Se	
Title of each class	Name of each exchange on which registered
Class A Common Stock, \$0.001 par value	Nasdaq Stock Market LLC
	(Nasdaq Global Select Market)
Securities registered pursuant to Se Title of each clas	
Class B Common Stock, \$0.	.001 par value
Options to purchase Class A	Common Stock
Indicate by check mark if the registrant is a well-known sease Act. Yes $\boxtimes$ No $\square$	soned issuer, as defined in Rule 405 of the Securities
Indicate by check mark if the registrant is not required to file Act. Yes $\square$ No $\boxtimes$	reports pursuant to Section 13 or Section 15(d) of the
Indicate by check mark whether the registrant (1) has filed all reports Exchange Act of 1934 during the preceding 12 months (or for such shorter p. 20) has been additionable to the problem.	period that the registrant was required to file such reports), and
(2) has been subject to such filing requirements for the past 90 days. Yes [2]	
Indicate by check mark whether the registrant has submitted electronical Data File required to be submitted and posted pursuant to Rule 405 of Registrant was required to submit a months (or for such shorter period that the registrant was required to submit a	ulation S-T (§232.405 of this chapter) during the preceding 12
Indicate by check mark if disclosure of delinquent filers pursuant to it	<u> </u>
contained herein, and will not be contained, to the best of the registren	
incorporated by reference in Part III of this Form 10-K or any amendment to the	
Indicate by check mark whether the registrant is a large accelerated	<del>-</del>
reporting company. See the definitions of "large accelerated filer," "accelera Exchange Act. (Check one):	
Large accelerated filer 🗵 Accelerated filer 🔲 Non-accel	erated filer  Smaller reporting company
Indicate by check mark whether the registrant is a shell company (as defi	
At June 30, 2010, the aggregate market value of shares held by non-a	
such shares on the Nasdaq Global Select Market on June 30, 2010) was \$96,	
At January 31, 2011, there were 250,869,074 shares of the registrant's	
the registrant's Class B common stock outstanding.	<b>3</b>
BAALISTI TO MAGAZO CONTROL	
DOCUMENTS INCORPORATED	
Portions of the registrant's Proxy Statement for the 2011 Annual Meeting	3 or Stockholders are incorporated herein by reference in Part III

of this Annual Report on Form 10-K to the extent stated herein. Such proxy statement will be filed with the Securities and Exchange

Commission within 120 days of the registrant's fiscal year ended December 31, 2010.

#### PARTI

#### ITEM 1. BUSINESS

#### Overview

Google is a global technology leader focused on improving the ways people connect with information. We aspire to build products that improve the lives of billions of people globally. Our mission is to organize the world's information and make it universally accessible and useful. Our innovations in web search and advertising have made our website a top internet property and our brand one of the most recognized in the world.

We generate revenue primarily by delivering relevant, cost-effective online advertising. Businesses use our AdWords program to promote their products and services with targeted advertising. In addition, the third parties that comprise the Google Network use our AdSense program to deliver relevant ads that generate revenue and enhance the user experience.

We were incorporated in California in September 1998 and reincorporated in Delaware in August 2003. Our headquarters are located at 1600 Amphitheatre Parkway, Mountain View, California 94043, and our telephone number is (650) 253-0000. We completed our initial public offering in August 2004 and our Class A common stock is listed on the Nasdaq Global Select Market under the symbol "GOOG."

### Corporate Highlights

Effective April 4, 2011, Larry Page, our Co-Founder and President, Products, will become our Chief Executive Officer, Eric E. Schmidt, our current Chief Executive Officer, will continue as the chairman of our board of directors and will serve as our Executive Chairman, and Sergey Brin, our Co-Founder and President, Technology, will continue as Co-Founder.

In 2010, we continued to reap the rewards of the growth of the digital economy. The shift of consumers and advertisers from offline to online continued unabated, which fueled good growth in our core business of search advertising. We continued to invest heavily, and rapidly innovate in our search technologies to expand the comprehensiveness of our index, the relevance of our results, and the speed with which we deliver search results. Some recent notable enhancements to search include Google Instant, Instant Previews, and Place Search. We believe that search will only become more intelligent, personal, and interactive, delivering the information most relevant to users, in their language, and relevant to their location and interests.

In addition, in the past year we have also invested aggressively in our newer businesses—namely display, mobile, and enterprise—to lay the groundwork for future growth. We have also made strategic investments in critical product areas, like Android, Chrome, and Chrome OS—following our core philosophy of building open platforms with optionality, and creating infrastructure that allows everyone on the web to succeed. We also believe that an active acquisition program is an important element of our business strategy. During 2010, we invested \$1.8 billion to acquire companies, products, services, and technologies.

Our business is primarily focused around the following key areas: search, advertising, operating systems and platforms, and enterprise.

#### Search

We maintain a vast index of websites and other online content, and make it available through our search engine to anyone with an internet connection. Our search technologies sort through an ever-growing amount of information to deliver relevant and useful search results in response to user queries. We integrate innovative features into our search service and offer specialized search services to help users tailor their search. In addition, we are constantly improving and adding to our products and services, to provide users with more relevant results so that users find what they are looking for faster.

# Google Inc.

# CONSOLIDATED STATEMENTS OF INCOME (In millions, except per share amounts)

	Year E	nded Decem	ber 31,
	2008	2009	2010
Revenues	\$21,796	\$23,651	\$29,321
Costs and expenses:  Cost of revenues (including stock-based compensation expense of \$41, \$47,			
\$67)	8,622	8,844	10,417
Research and development (including stock-based compensation expense			
of \$732, \$725, \$861)	2,793	2,843	3,762
Sales and marketing (including stock-based compensation expense of			
\$206, \$231, \$261)	1,946	1,984	2,799
General and administrative (including stock-based compensation expense			
of \$141, \$161, \$187)	1,803	1,668	1,962
Total costs and expenses	15,164	15,339	18,940
Income from operations	6,632	8,312	10,381
Impairment of equity investments	(1,095)	0	0
Interest and other income, net	316	69	415
Income before income taxes	5,853	8.381	10,796
Provision for income taxes	1,626	1,861	2,291
		<u> </u>	
Net income	\$ 4,227	\$ 6,520	\$ 8,505
Net income per share of Class A and Class B common stock:			
Basic	\$ 13.46	\$ 20.62	\$ 26.69
Diluted	\$ 13.31	\$ 20.41	\$ 26.31

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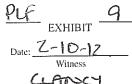
# Google books partner program

# Google Books Partner Program Standard Terms and Conditions

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 Program Participation. Participation in the Program is subject to Google's prior approval and Your continued compliance with Program Policies. Google reserves the right to refuse participation to any applicant or participant at any time in its sole discretion. Google further reserves the right to modify the Program Policies and the FAQ from time to time. Multiple accounts held by the same individual or entity are subject to immediate termination unless expressly authorized in writing by Google (including by electronic mail).



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- 3. Content Excerpt Pages. You further request and authorize Google to (i) render the Authorized Content into digital format, if necessary; (ii) store and index the Authorized Content; and (iii) use and display the Authorized Content as provided herein. Google may host, store, operate, maintain and make accessible to end users certain "Content Excerpt Pages" that display a digital image of the Authorized Content, or equivalent, and other links and/or material that Google may determine. Although You grant Google the permission to scan, index and host the Authorized Content and display Content Excerpt Pages, Google makes no promise or representation that it will or that it will continue to do so with each Authorized Work that you send to Google.
- 4. Restrictions on Use of Authorized Content. Google will use commercially reasonable efforts to (a) limit the total number of pages of each Authorized Work viewed by any end user in connection with Google's search services to 20% of the Authorized Content of any Authorized Work per 30 day period and (b) disable "right-click" cut, copy and paste functions, and printing of Authorized Content; provided, however, that Google does not guarantee that its efforts to prevent or limit the actions stated above will in every instance be effective. The obligation in clauses (a) and (b) above will not apply to Authorized Content in the

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- 6. **Proprietary Rights; Required Notices.** Nothing contained in this Agreement conveys any ownership right to Google in any of the Authorized Content, or other materials provided by You.
- 7. Confidentiality. You agree not to disclose Google Confidential Information without Google's prior written consent. "Google Confidential Information" includes without limitation: (a) all Google software, technology, programming, technical specifications, guidelines and documentation (including the terms of this Agreement) relating to the Program; (b) click-through rates and all other reporting information relating to the Ads (including revenues paid to You by Google) and the Authorized Content to the extent provided to You by Google; and (c) any other information designated in writing by Google as "Confidential" or an equivalent designation. It does not include information that has become publicly known through no breach by You or Google, or information that has been (i) independently developed without access to Google Confidential Information, as evidenced in writing; (ii) rightfully received by You from a third party; or (iii) required to be disclosed by law or by a governmental authority.
- 8. Ads; Payment. You agree that Google may serve third party and/or Google provided advertisements (collectively, "Ads") in connection with the Authorized Content using Google's advertising serving technology. Such Ads will appear in the style and format that may be offered generally by Google, when such advertising inventory is available. You shall receive a payment related to the number of valid clicks on Ads displayed on Content Excerpt Pages as determined by Google for its participants in the Program. Unless otherwise agreed to by the parties in writing (including electronic mail), payments to You shall be sent by Google within approximately thirty (30) days after the

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end of each calendar month that Ads are running on Content Excerpt Pages if Your earned balance is \$100 or more. In the event the Agreement is terminated, Google shall pay Your earned balance to You within approximately ninety (90) days after the end of the calendar month in which Google recognizes that the Agreement has been terminated, but in no event shall Google make payments for any earned balance less than \$10. Google reserves the right to retain all revenues derived from its search services. including without limitation. Ads that appear on search result pages that contain snippets of Authorized Content. Notwithstanding the foregoing, Google shall not be liable for any payment based on (a) any amounts which result from invalid queries, or invalid clicks on Ads generated by any person, bot, automated program or similar device, including, without limitation, through any clicks or impressions (i) originating from Your IP addresses or computers under Your control, or (ii) solicited by payment of money, false representation or request for users to click on Ads; (b) Ads delivered to end users whose browsers have JavaScript disabled; (c) Ads benefiting charitable organizations and other placeholder or transparent Ads that Google may deliver; (d) Google advertisements for its own products and/or services; or (e) clicks co-mingled with a significant number of invalid clicks described in (a) above, or as a result of any breach of this Agreement by You for any applicable pay period. Google reserves the right to withhold payment or charge back Your account due to any of the foregoing, any breach of this Agreement by You, pending Google's reasonable investigation of any of the foregoing or any breach of this Agreement by You, or in the event that an advertiser whose Ads are displayed on Content Excerpt Pages defaults on payment for such Ads to Google. In addition, if You are past due on any payment to Google in connection with any Google program (including without limitation the Google AdWords program). Google reserves the right to withhold payment until all outstanding payments have been made or to offset amounts owed to You in connection with the Program by amounts owed by You to Google. Google will provide access to such standard aggregated advertising data that Google provides to participants of the Program generally.

To ensure proper payment, You are solely responsible for providing and maintaining accurate contact and payment information associated with Your account. For U.S. taxpayers, this information includes without limitation a valid U.S. tax identification number and a fully-completed Form W-9. For non-U.S. taxpayers, this information

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includes without limitation a fully-completed Form W-8 which may require a valid U.S. tax identification number, as required by the U.S. tax authorities. More information regarding required tax information and forms will be available from Your account. Any bank fees related to returned or cancelled checks due to a contact or payment information error or omission may be deducted from the newly issued payment. You agree to pay all applicable taxes or charges imposed by any government entity in connection with Your participation in the Program, Google may change its pricing and/or payment structure at any time. If You dispute any payment made under the Program. You must notify Google in writing within thirty (30) days of any such payment; failure to so notify Google shall result in the waiver by You of any claim relating to any such disputed payment. Payment shall be calculated solely based on records maintained by Google. No other measurements or statistics of any kind shall be accepted by Google or have any effect under this Agreement.

- No Guarantee. Google makes no guarantee regarding the level of impressions of or clicks on any Ad, the timing of delivery of such impressions and/or clicks, or the amount of any payment to be made to You under this Agreement.
- 10. No Warranty. GOOGLE MAKES NO WARRANTY. **EXPRESS** IMPLIED, OR INCLUDING WITHOUT LIMITATION WITH RESPECT TO ADVERTISING AND OTHER SERVICES, AND EXPRESSLY DISCLAIMS THE WARRANTIES OR CONDITIONS OF NONINFRINGEMENT. **MERCHANTABILITY** AND FITNESS FOR ANY PARTICULAR PURPOSE.
- 11. Limitations of Liability; Force Majeure, EXCEPT FOR ANY AND INDEMNIFICATION CONFIDENTIALITY OBLIGATIONS HEREUNDER, (i) IN NO EVENT SHALL EITHER PARTY BE LIABLE UNDER THIS AGREEMENT FOR ANY CONSEQUENTIAL, SPECIAL, INDIRECT, EXEMPLARY, OR PUNITIVE DAMAGES WHETHER IN CONTRACT, TORT OR ANY OTHER LEGAL THEORY, EVEN IF SUCH PARTY HAS BEEN ADVISED OF THE POSSIBILITY OF SUCH **DAMAGES** NOTWITHSTANDING ANY FAILURE OF ESSENTIAL PURPOSE OF ANY LIMITED REMEDY AND (ii) GOOGLE'S AGGREGATE LIABILITY TO YOU UNDER THIS AGREEMENT FOR ANY CLAIM IS LIMITED TO THE NET AMOUNT PAID BY GOOGLE TO YOU DURING THE THREE MONTH **PERIOD IMMEDIATELY** PRECEDING THE DATE OF THE CLAIM. Each party

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acknowledges that the other party has entered into this Agreement relying on the limitations of liability stated herein and that those limitations are an essential basis of the bargain between the parties. Without limiting the foregoing and except for payment obligations, neither party shall have any liability for any failure or delay resulting from any condition beyond the reasonable control of such party, including but not limited to governmental action or acts of terrorism, earthquake or other acts of God, labor conditions, and power failures.

- 12. Representations and Warranties. You represent and warrant that (a) You are at least 18 years of age, (b) all of the information provided by You to Google to enroll in the Program and to include the Authorized Works in the Program is correct and current; (c) You hold the necessary rights, including all intellectual property rights, in and to the Authorized Content and Your Brand Features to enter into this Agreement and grant the rights granted herein, and (d) You have the power and authority to enter into this Agreement, to perform the acts required of You hereunder. and to grant the rights granted herein. You further represent and warrant that the Authorized Content: (i) conforms to the Program Policies, (ii) does not violate any applicable law. statute, ordinance or regulation and (iii) does not breach and has not breached any duty toward or rights of any person or entity including, without limitation, rights of intellectual property, publicity or privacy, or rights or duties under consumer protection, product liability, tort, or contract theories.
- 13. Your Obligation to Indemnify. You agree to indemnify, defend and hold Google, its agents, affiliates, subsidiaries, directors, officers, employees, and applicable third parties (e.g. relevant advertisers, syndication partners, licensors, licensees, consultants and contractors) (collectively "Indemnified Person(s)") harmless from and against any and all third party claims, liability, loss, and expense (including damage awards, settlement amounts, and reasonable legal fees), brought against any Indemnified Person(s), arising out of, related to or which may arise from Your use of the Program, the Authorized Content, Your Brand Features, and/or Your breach of any term of this Agreement.
- 14. Termination. You may terminate this Agreement with or without cause with thirty (30) days prior notice to Google. Google may at any time, in its sole discretion, terminate the Program, terminate this Agreement, or withdraw any

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Authorized Content in the Program. For any termination of this Agreement by either party, Google shall use commercially reasonable efforts, within thirty (30)days (or as soon thereafter as is commercially reasonable), to cease to serve Content Excerpt Pages (or portions thereof) to end users of Google's search services. For the avoidance of doubt, Google will continue to host and index the Authorized Content after termination of this Agreement, for the purpose of providing search results. The provisions of Sections 2, 6, 7, 9-11, 13, 14, 15 and 17 will survive any termination of this Agreement.

- 15. Information Rights. Google may retain and use for its own purposes all information You provide, including but not limited to contact and billing information. You agree that Google may transfer and disclose to third parties personally identifiable information about You for the purpose of approving and enabling Your participation in the Program, including to third parties that reside in jurisdictions with less restrictive data laws than Your own. Google may also provide information in response to valid legal process, such as subpoenas, search warrants and court orders, or to establish or exercise its legal rights or defend against legal claims. Google disclaims all responsibility, and will not be liable to You, however, for any disclosure of that information by any such third party. Google may share aggregate (i.e., not personally identifiable) information about You with advertisers. business partners, sponsors, and other third parties.
- 16. Parties' Responsibilities. You are solely responsible for the Authorized Content, Your Brand Features, and adherence to the terms of this Agreement, including compliance with the Program Policies. You shall not, and shall not authorize or encourage any third party to directly or indirectly generate queries, impressions of or clicks on any Ad(s) through any automated, deceptive, fraudulent or other invalid means, including but not limited to through repeated manual clicks, the use of robots or other automated guery tools and/or computer generated search requests, and/or the fraudulent use of other search engine optimization services and/or software. Google reserves the right to investigate, at its own discretion, any activity that may violate this Agreement, including but not limited to any use of a software application to access Ads or any engagement in any activity prohibited by this Agreement. Google is not responsible for anything related to the Authorized Content or Your Brand Features. In addition. Google shall not be obligated to provide notice to You in

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## **News from Google**

# Committee on Institutional Cooperation (CIC) Joins Google's Library Project

Announcement June 6, 2007

The number of libraries participating in the Google Book Search Library Project just got a whole lot bigger with today's addition of the Committee on Institutional Cooperation (CIC). The CIC is a national consortium of 12 research universities, including University of Chicago, University of Illinois, Indiana University, University of Iowa, University of Michigan, Michigan State University, University of Minnesota, Northwestern University, Ohio State University, Pennsylvania State University, Purdue University and the University of Wisconsin-Madison. Google will work with the CIC to digitize select collections across all its libraries, up to 10 million volumes.

Readers will have access to many distinctive and unique collections held by the consortium. Users will be able to explore collections that are global in scope, like Northwestern's Africana collection or dive deep into the universities' unique Midwest heritage, including the University of Minnesota's Scandinavian and forestry collections, Michigan State's extensive holding in agriculture, Indiana University's folklore collection, and the history and culture of Chicago collection at the University of Illinois-Chicago.

Google will provide the CIC with a digital copy of the public domain materials digitized for this project. With these files, the consortium will create a first-of-its-kind shared digital repository of these works held across the CIC libraries. Both readers and libraries will benefit from this group effort:

- The shared repository of public domain books will give faculty and students convenient access to a large and diverse online library before housed in separate locations.
- This new collaboration will enable librarians to collectively archive materials over time, and allow researchers to access a vast array of material with searches customized for scholarly activity.

For books in the public domain, readers will be able to view, browse, and read the full texts online. For books protected by copyright, users will get basic background (such as the book's title and the author's name), at most a few lines of text related to their search, and information about where they can buy or borrow a book.

"This library digitization agreement is one of the largest cooperative actions of its kind in higher education," said CIC chairman Lawrence Dumas, provost of Northwestern University. "We have a collective ambition to share resources and work together to preserve the world's printed treasures."

Two CIC member universities are already working with Google Book Search, the University of Michigan and the University of Wisconsin-Madison, and this new agreement will complement the digitization work already taking place.

The CIC becomes the latest partner in the Google Books Library Project, which in addition to the University of Michigan and University of Wisconsin-Madison, also includes Harvard University, Stanford University, Oxford University, the New York Public Library, Stanford University, University of California, University of Texas at Austin, University of Virginia, Princeton Library, the Complutense University of Madrid, the Bavarian State Library, the Library of Catalonia, the University Library of Lausanne and Ghent University Library. Google is also conducting a pilot project with the Library of Congress.

The Google Books Library Project digitizes books from major libraries around the world and makes their collections searchable on Google Book Search. More information can be found at: <u>books.google.com</u>.

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Attorneys for Defendant Google Inc.

Facsimile:

#### IN THE UNITED STATES DISTRICT COURT

#### FOR THE SOUTHERN DISTRICT OF NEW YORK

THE AUTHORS GUILD, INC., Associational Plaintiff, BETTY MILES, JOSEPH GOULDEN, and JIM BOUTON, on behalf of themselves and all other similarly situated,

Civil Action No. 05 CV 8136 (DC)

Plaintiffs,

**ECF Case** 

v.

GOOGLE INC.,

Defendant.

DECLARATION OF DANIEL CLANCY IN SUPPORT OF GOOGLE INC.'S OPPOSITION TO PLAINTIFFS' MOTION FOR CLASS CERTIFICATION

- I, Daniel Clancy, declare as follows:
- 1. I am a Engineering Director at Google Inc. I make the following declaration based on my personal knowledge and, if called upon to do so, could testify competently to the matters set forth herein.
- 2. The Google Books program began in 2004 with the scanning of book collections belonging to the University of Michigan, Harvard, Stanford, Oxford, and the New York Public Library. As part of Google Books, Google scans books in certain library collections, indexes them, and returns information about those books, including short "snippets" of text—about an eighth of a page—so that users can search for and find books they may wish to purchase or check out from a library.
- 3. On each page that shows snippets, Google provides links to buy the book on various online bookstores, such as Amazon.com, and to find it in a nearby library. There are no advertisements on these pages, and Google does not receive payments from the bookstores in connection with the "buy the book" links.
- 4. Google has scanned more than twenty million books as part of Google Books.

  Users of Google Books can see search results that include snippets of text in English for more than four million of these books.
- 5. Almost every conceivable type of book is included within Google Books, from novels to telephone directories to historical works to children's picture books. Google's service enables these books to be found in a way that would otherwise be impossible. Users may thereafter buy the book in a bookstore or locate it in a nearby library.
- 6. Google also has a Partner Program, pursuant to which publishers provide Google with authorization to display larger excerpts of works. Through the Partner Program, Google

displays full pages from books in response to users' search queries. More than 45,000 publishers have chosen to participate in the Partner Program in order to make their works easier to find and purchase, and over 2.5 million books are included within the Partner Program.

- 7. Google has a policy of removing books from snippet view; upon request from an author or other rightsholder, Google will remove books from snippet view, and provides a simple web form for making such a request. If a book is not yet in snippet view, the form can be used to request that Google not scan the book, and Google has a policy of accommodating these requests. None of the plaintiffs named in this action has made such a request to remove his or her book from snippet view, nor has any submitted a request that their books not be scanned.
- 8. For books in "snippet view," Google only displays snippets, and displays only up to three snippets in response to a given search query, even if the search term appears on dozens of pages in the book. The snippets are intended to provide enough context to determine whether the book contains information of interest to the searcher, but not to act as a replacement for the book itself.
  - 9. Google does not display snippets of dictionaries and similar reference works.
- 10. Google puts numerous safeguards in place to ensure that users cannot, even in the aggregate, view a full page of a snippet-view book, or even several contiguous snippets—for example, by making the placement of snippets in a page fixed, by displaying only one snippet per page in response to a given search, and by "blacklisting" one snippet per page and one out of ten pages in a book.

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foregoing is true and correct. Executed on February 7, 2012, in Mountain View, Ca
Dan Q
Daniel Clancy

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